

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re: :
: **Chapter 11**
SEARS HOLDINGS CORPORATION, et al., :
: **Case No. 18-23538 (RDD)**
: **Debtors.**¹ : **(Jointly Administered)**
-----X

AFFIDAVIT OF SERVICE

I, Nicholas DeFranco, depose and say that I am employed by Prime Clerk LLC (“*Prime Clerk*”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On August 6, 2021, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served (1) by the method set forth on the Master Service List attached hereto as **Exhibit A**, (2) courtesy copy sent via overnight mail to the Chambers of Honorable Robert Drain, US Bankruptcy Court SDNY, 300 Quarropas Street, Rm 248, White Plains, NY 10601, (3) via overnight mail to the Office of the United States Trustee for Region 2, Attn: Paul Schwartzberg & Richard Morrissey, 201 Varick Street, Suite 1006, New York, NY 10014, and (4) via first class mail and email to the Collin County Tax Assessor/Collector, Abernathy, Roeder, Boyd & Hullett, P.C., 1700 Redbud Blvd., Suite 300, McKinney, TX 75069, P.O. Box 8046, McKinney, TX 75070, and bankruptcy@abernathy-law.com:

- Notice of Withdrawal regarding Debtors’ Twenty-Second Omnibus Objection to Proofs of Claim (Property Tax Claims) Solely as to Certain Claims [Docket No. 9719]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Dated: August 11, 2021

/s/ Nicholas DeFranco
Nicholas DeFranco

State of New York
County of New York

Subscribed and sworn (or affirmed) to me on August 11, 2021, by Nicholas DeFranco, proved to me on the bases of satisfactory evidence to be the person who executed this affidavit.

/s/ Liz Santodomingo
Notary Public, State of New York
No. 01SA6301250
Qualified in New York County
Commission Expires April 14, 2022

Exhibit A

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Exhibit A

Master Service List

Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to State of Michigan, Department of Treasury	AG and Assistant AG for the State of Michigan, Dept. of Treasury	Attn: Dana Nessel, Juandisha M. Harris 3030 W. Grand Blvd. Cadillac Place, Ste. 10-200 Detroit MI 48202	harrisj12@michigan.gov	Email
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Attorneys for Aldine Independent School District	Aldine Independent School District	Attn: Pamela H. Walters, Johnetta Lang 2520 W.W. Thorne Drive Houston TX 77073	bnkatty@aldineisd.org	Email
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Counsel to Morneau Shepell Ltd., in its capacity as administrator of the Sears Canada Inc. Registered Pension Plan	Allen & Overy LLP	Attn: Laura R. Hall & Joseph Badtke-Berkow 1221 Avenue of the Americas New York NY 10020	laura.hall@allenoverly.com joseph.badtke-berkow@allenoverly.com	Email
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Counsel to Community Unit School District 300	Archer & Greiner, P.C.	Attn: Allen G. Kadish, Lance A. Schildkraut 630 Third Avenue New York NY 10017	akadish@archerlaw.com lschildkraut@archerlaw.com	Email
Counsel to Rare Hospitality Management, LLC, Rare Hospitality International, Inc., Cheddars Casual Café, Inc., and Darden Restaurants, Inc.	Arent Fox LLP	Attn: Beth Brownstein 1301 Avenue of the Americas Floor 42 New York NY 10019	beth.brownstein@arentfox.com	Email

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Exhibit A

Master Service List

Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Counsel for Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession	ASK LLP	Attn: Joseph L. Steinfeld, Jr., Esq., Gary D. Underdahl, Esq., Kara E. Casteel, Esq., Brigitte G. McGrath, Esq., Edward E. Neiger, Esq. & Marianna Udem, Esq. 2600 Eagan Woods Drive Suite 400 St. Paul MN 55121	jsteinfeld@askllp.com gunderdahl@askllp.com bmccrath@askllp.com kcasteel@askllp.com eneiger@askllp.com mudem@askllp.com	Email
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Master Service List

Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Master Service List

Served as set forth below

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Master Service List

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to Kin Properties, Inc.; Aleff LLC; Arcolo Limited Partnership; Cansan Company, LLC; Fairsan Company LLC; Floreff LLC; Fundamentals Co LLC; Greenmich LLC; Hareff LLC; Hillsborough Associates; Jeffrey Sandelman, Alison Schreier and Tracey Brewer, Successor Co-Trustees of the Pasan Trust; Mantkin LLC; Musue LLC; Nathan Alison LLC; Sugencole LLC; Sugengran LLC; Sugengran LLC; and Sugensteve LLC	Blank Rome LLP	Attn: Jeffrey Rhodes 1825 Eye Street NW Washington DC 20006	JRhodes@BlankRome.com	Email
Counsel to Hansae Co. Ltd., Kin Properties, Inc.; Aleff LLC; Arcolo Limited Partnership; Cansan Company, LLC; Fairsan Company LLC; Floreff LLC; Fundamentals Co LLC; Greenmich LLC; Hareff LLC; Hillsborough Associates; Jeffrey Sandelman, Alison Schreier and Tracey Brewer, Successor Co-Trustees of the Pasan Trust; Mantkin LLC; Musue LLC; Nathan Alison LLC; Sugencole LLC; Sugengran LLC; Sugengran LLC; and Sugensteve LLC	Blank Rome LLP	Attn: Stanley B. Tarr, Evan J. Zucker 1271 Avenue of the Americas New York NY 10020	Tarr@BlankRome.com EZucker@BlankRome.com	Email
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Master Service List

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to Brookfield Proprty REIT Inc., as Agent	Brookfield Property REIT Inc.	Attn: Kristen N. Pate 350 N. Orleans St. Suite 300 Chicago IL 60654-1607		First Class Mail
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Master Service List

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to the Marion Plaza, Inc. dba Eastwood Mall, Governor's Square Company dba Governor's Square Mall, Huntington Mall Company dba Huntington Mall, Meadowbrook Mall Company dba Meadowbrook Mall, Ohio Valley Mall Company dba Ohio Valley Mall, the Cafaro Northwest Partnership dba South Hill Mall, Spotsylvania Mall Company dba Spotsylvania Towne Centre and Howland Commons, LLC dba Howland Commons	Cafaro Management Company	Attn: Richard T. Davis 5577 Youngstown-Warren Rd. Niles OH 44446		First Class Mail
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Master Service List

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Counsel to JPP, LLC, as agent under the Second Lien Credit Facility, IP/Ground Lease Term Loan Facility, the Consolidated Secured Loan Facility, ESL Investments, Inc. and its affiliates (including JPP, LLC, & JPP II, LLC) and Transform Holdco LLC and certain of its affiliates	Cleary, Gottlieb, Steen & Hamilton LLP	Attn: Sean A. O'Neal, Andrew Weaver, Rahul Mukhi, Jennifer Kennedy Park, Thomas J. Moloney, Abena A. Mainoo, Luke A. Barefoot, Kristin Corbett One Liberty Plaza New York NY 10006	soneal@cgsh.com aweaver@cgsh.com rmukhi@cgsh.com jkpark@cgsh.com tmoloney@cgsh.com amainoo@cgsh.com lbarefoot@cgsh.com kcorbett@cgsh.com	First Class Mail and Email
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Counsel to American Casting & Manufacturing Corp.	Colleran, O' Hara & Mills LLP	Attn: Steven C. Farkas, Esq. 100 Crossways Park Drive West Suite 200 Woodbury NY 11797	scf@cohmlaw.com	Email
Trustee for the Second Lien PIK Notes, the Holdings Unsecured Notes (8.00%), and the Holdings Unsecured PIK Notes (8.00%), and Top Creditor	Computershare Trust Company, N.A.	Attn: Michael A. Smith, Vice President – Corporate Trust 2950 Express Drive South, Suite 210 Islandia NY 11749	Michael.smith2@computershare.com	First Class Mail and Email

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Master Service List

Served as set forth below

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Counsel to Cushman & Wakefield, Inc.	Davis Polk & Wardwell LLP	Attn: Elliot Moskowitz 450 Lexington Avenue New York NY 10017	elliott.moskowitz@davispolk.com	Email

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Master Service List

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Counsel to Cascade Investment, L.L.C. and SL Agent, LLC	Debevoise & Plimpton LLP	Attn: Erica S. Weisgerber, Sidney P. Levinson, Joshua E. Roberts 919 Third Avenue New York NY 10022	eweisgerber@debevoise.com slevinson@debevoise.com jroberts@debevoise.com	Email
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Master Service List

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Counsel to NW Properties Landlords	Law Office of Kevin S. Neiman, PC	Attn: Kevin S. Neiman 999 18th Street Suite 1230 S Denver CO 80202	kevin@ksnpc.com	Email
Counsel for U.S. Bank National Association d/b/a U.S. Bank Equipment Finance	Law Offices of Charles A. Gruen	Attn: Charles A. Gruen 381 Broadway Suite 300 Westwood NJ 07675	cgruen@gruenlaw.com	Email
Counsel to JS Sainty Hantang Trad Co. Ltd	Law Offices of Chen & Associates, P.C.	Attn: Yimin Chen, Esq., Bo Shi, Esq. 39-15 Main Street, Suite 502 Flushing NY 11354	chenattorney@yahoo.com	Email
Local Counsel for the Certain Texas Taxing Entities	Law Offices of Douglas T. Tabachnik, P.C.	Attn: Douglas T. Tabachnik, Esq. 63 West Main Street Suite C Freehold NJ 07728	dtabachnik@dtlaw.com	Email

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Exhibit A

Master Service List

Served as set forth below

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Counsel to Caparra Center Associates, San Patricio Plaza ("SPP") Landlord	Law Offices of Penny R. Stark	Attn: Penny R. Stark 9861 Sunrise Lakes Boulevard Suite 308 Fort Lauderdale FL 33322	pstarkesq@gmail.com	Email
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Counsel to Michael Wyse	Law Offices of Richard J. Corbi PLLC	Attn: Richard J. Corbi, Esq. 1501 Broadway, 12th Floor New York NY 10036	rcorbi@corbilaw.com	Email
Counsel to Henry Shahery	Law Offices of Saul Reiss	Attn: Saul Reiss 2800 28th Street, Suite 328 Santa Monica CA 90405-6201	saulreiss@verizon.net	Email
Counsel to Cudlie Accessories LLC, Flatbush Center Parking LLC, Project 28 Clothing LLC, Ikeddi Imports LLC, Cynergy Trading, Sasha Handbags, Inc., One Step Up, Ltd., Lifeworks Technology Group, Concept One Accessories, Central Mills Inc.	Lazarus & Lazarus, P.C.	Attn: Harlan M. Lazarus 240 Madison Avenue 8th Floor New York NY 10016	hlazarus@lazarusandlazarus.com harlan.lazarus@gmail.com	Email
Counsel to Westfield, LLC and its affiliate, Annapolis Mall Owner LLC, Brandon Shopping Center Partners LTD, Broward Mall LLC, Citrus Park Mall Owner LLC, Countryside Mall LLC, Roseville Shoppingtown LLC, Meriden Square Partnership, Montgomery Mall Owner LLC, North County Fair LP and EWH Escondido Associates, L.P., Oakridge Mall LLC, WEA Palm Desert LLC, Sarasota Shoppingtown LLC, WEA Southcenter LLC, Sunrise Mall LLC, UTC Venture LLC, Valencia Town Center Venture, L.P., Wheaton Plaza Regional Shopping Center LLC, Beneson Capital Partners, LLC and its affiliate Brooks Shopping Centers, LLC, Concord Mall LP, and Berkshire Mall LP	LeClairRyan, PLLC	Attn: Ilan Markus and Niclas A. Ferland 545 Long Wharf Drive 9th Floor New Haven CT 06511		First Class Mail
Counsel to DXC Technology Services LLC, successor in interest to Computer Sciences Corporation and CSC Covansys Corporation	LeClairRyan, PLLC	Attn: Janice B. Grubin, Alex J. Chase 885 Third Avenue 16th Floor New York NY 10022		First Class Mail

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Master Service List

Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to Claimants, R.S., a minor child of Joanna Samuel, S.S., a minor child of Joanna Samuel, T.S., a minor child of Joanna Samuel, Juan Rosario, Aubain Scotland, Aquita Williams, Peter Archer, Lee J. Rohn and Richard Samuel, O'Rosia Figueroa	Lee J. Rohn and Associates, LLC	Attn: Lee J. Rohn, Esquire 1101 King Street Christiansted, St. Croix VI 00820	lee@rohnlaw.com	Email
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Master Service List

Served as set forth below

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Master Service List

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Counsel to New Jersey Self-Insurers Guaranty Association	McElroy, Deutsch, Mulvaney & Carpenter, LLP	Attn: Nicole A. Leonard, Esq. 225 Liberty Street 36th Floor New York NY 10281	nleonard@mdmc-law.com	Email

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Master Service List

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Master Service List

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Master Service List

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to World Technologies, Inc. d/b/a Techtronic Industries Power Equipment; Cantor Fitzgerald Securities as Administrative Agent and Collateral Agent under the Superpriority Junior Lien Secured DIP Credit Agreement; Living Spaces Furniture, LLC, FTI Consulting Canada Inc., in its capacity as court-appointed monitor for Sears Canada Inc. and certain of its affiliates	Norton Rose Fulbright US LLP	Attn: Howard Seife, Christy Rivera, Stephen Castro, David A. Rosenzweig, Eric Daucher & Francisco Vazquez 1301 Avenue of the Americas New York NY 10019-6022	howard.seife@nortonrosefulbright.com christy.rivera@nortonrosefulbright.com stephen.castro@nortonrosefulbright.com david.rosenzweig@nortonrosefulbright.com eric.daucher@nortonrosefulbright.com francisco.vazquez@nortonrosefulbright.com	Email
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Counsel to the Comptroller of Public Accounts of the State of Texas	Office of the Texas Attorney General	Attn: John Stern, Assistant Attorney General Bankruptcy & Collections Division MC 008 P.O. Box 12548 Austin TX 78711-2548	bk-jstern@oag.texas.gov sherri.simpson@oag.texas.gov	Email
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Counsel to [24]7.ai, Inc	O'Melveny & Myers LLP	Attn: Jennifer Taylor Two Embarcadero Center, 28th Floor San Francisco CA 94111	jtaylor@omm.com	Email

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Master Service List

Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Counsel to Richardson ISD, City of Garland, Garland ISD, Carrollton-Farmers Branch ISD, and Local Counsel for the Certain Texas Taxing Entities	Perdue, Brandon, Fielder, Collins & Mott, L.L.P.	Attn: Ebony Cobb 500 E. Border Street Suite 640 Arlington TX 76010	ecobb@pbfc.com	Email

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Master Service List

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Counsel to the Marion Plaza, Inc. dba Eastwood Mall, Governor's Square Company dba Governor's Square Mall, Huntington Mall Company dba Huntington Mall, Meadowbrook Mall Company dba Meadowbrook Mall, Ohio Valley Mall Company dba Ohio Valley Mall, the Cafaro Northwest Partnership dba South Hill Mall, Spotsylvania Mall Company dba Spotsylvania Towne Centre and Howland Commons, LLC dba Howland Commons	Pierce McCoy, PLLC	Attn: Jonathan A. Grasso 85 Broad Street Suite 17-063 New York NY 10004	jon@piercemccoy.com	Email
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Counsel to Broad Street Station, LLC c/o Collett	Pryor Cashman LLP	Attn: Marie Polito Hofsdal 7 Times Square New York NY 10036	mhofsdal@pryorcashman.com	Email

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Master Service List

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Counsel to the Ciuffo Family Trust & Dorel Industries Inc.	Schiff Hardin LLP	Attn: Louis T. DeLucia, Esq., Alyson M. Fiedler, Esq., Kayvan B. Sadeghi 666 Fifth Avenue Suite 1700 New York NY 10103	ksadeghi@schiffhardin.com	Email

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Master Service List

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Counsel to Stockton Mariposa LLC	The Law Office of Thomas A. Farinella, P.C.	Attn: Thomas A. Farinella, Esq. 260 Madison Avenue Suite 8090 New York NY 10016	tf@lawtaf.com	Email
Top 5 Secured Creditor and Pension Benefit Guaranty Corporation ("PBGC")	The Pension Benefit Guaranty Corporation (PBGC)	Attn: Judith Starr, Kartar S. Khalsa, William McCarron, Jr., & Adi Berger, Director Office of the General Counsel 1200 K Street, N.W. Washington DC 20005-4026	mccarron.william@pbgc.gov efile@pbgc.gov	First Class Mail and Email
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Counsel to Amerco Real Estate Company, Salesforce.com, Inc., Cisco Systems, Inc., Google LLC, and Multipet International Inc.	White and Williams LLP	Attn: James C. Vandermark 7 Times Square Suite 2900 New York NY 10036-6524	vandermarkj@whiteandwilliams.com	Email

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Wilmington Savings Fund Society, FSB, as Trustee of the 7.00% 12.00% PIK-Toggle Notes	Wilmington Savings Fund Society, FSB	Attn: Patrick J. Healy 501 Carr Road Suite 100 Wilmington DE 19801	phealy@wsfsbank.com	Email
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